



ENTERED  
07/13/2009

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

IN RE

CALTEX HOLDINGS, L.P.,

Debtor.

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Case No. 09-31875-H2-11  
(CHAPTER 11)

**ORDER AUTHORIZING USE OF CASH COLLATERAL**

(Doc. 292)

1. The Trustee is authorized to use cash collateral as limited by the budget attached as **Exhibit 1**. The Trustee is prohibited from making any disbursements except as provided in the Budget, provided, however, the Trustee is authorized: (1) to make disbursements for unbudgeted emergency expenditures if he delivers a written request (including email) to counsel for NewStar Financial, Inc. ("Newstar"), and if Newstar does not object to such disbursement in writing (including email) within three business days of its receipt of the written request; (2) to make other disbursements approved by Newstar in writing (including email); and (3) to make expenditures for specific line items in the Budget that are within 110% of the budgeted amount.

2. Notwithstanding anything in this order to the contrary, the Trustee shall be permitted to pay any budgeted and approved expenditure when that expenditure actually becomes due, regardless of which month that expenditure was anticipated to be payable under the budget attached hereto as **Exhibit 1**.

3. This Cash Collateral Order shall remain effective through August 8, 2009. A hearing regarding the Trustee's continued use of cash collateral shall be held on August 10, 2009 at 10:30 15.m.

DATED:

July 13, 2009

Wesley W. Steen  
THE HONORABLE WESLEY W. STEEN,  
UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT 1**

CalTex Holdings, LP Cash Sources & Uses Weekly Projections						
	(Jun - 09)	(Jul-09)	(Jul-09)	(Jul-09)	(Jul-09)	(Aug 09)
Week beginning, Monday ==>	6/29/2009	7/6/2009	7/13/2009	7/20/2009	7/27/2009	8/3/2009
Week ==>	14	15	16	17	18	19
	Actual	Actual	Projected	Projected	Projected	Projected
<b>Starting Cash Balance</b>	<b>70,122</b>	<b>26,878</b>	<b>41,553</b>	<b>10,753</b>	<b>62,477</b>	<b>100,227</b>
<b>SOURCES</b>						
<b>Cash Sources &amp; Uses</b>						
Sales - Emission Credits						
Sales - Timber	22,486	14,675	2,000			
Sales - Metal				125,000	250,000	250,000
Sales - Equipment						
Other Income	379					
Insurance recovery - Hurricane Ike Advance						
<b>Total Sources (cash inflows)</b>	<b>22,865</b>	<b>14,675</b>	<b>2,000</b>	<b>125,000</b>	<b>250,000</b>	<b>250,000</b>
<b>USES</b>						
<b>OPERATING EXPENSES</b>						
CalTex Holdings GP	25,325		28,000	8,400	33,800	
Repair & maintenance	325		500	500	500	500
Fuel				700		
Telephone	999				1,000	
Internet	489				500	
Cell phone	346				375	
Electricity	179			20,000		
Security	5,393			10,000		5,000
Insurance - financed	31,772				32,500	
Insurance - Worker's comp			2,225	9,300		
Environmental testing/materials			200	200	200	200
Permits & fees			1,000			
Safety expenses			500	500	500	500
Office expenses	290		125	125	125	125
Equipment Rent/leases	341					301
Training				500		
Other expenses	650		250	3,250	250	250
<b>Total Uses (cash outflows)</b>	<b>66,109</b>	<b>-</b>	<b>32,800</b>	<b>53,475</b>	<b>69,750</b>	<b>6,876</b>
<b>Net Cash Sources (Uses)</b>	<b>(43,245)</b>	<b>14,675</b>	<b>(30,800)</b>	<b>71,525</b>	<b>180,250</b>	<b>243,124</b>
<b>Cash Balance Before Professional Fees</b>	<b>26,878</b>	<b>41,553</b>	<b>10,753</b>	<b>82,278</b>	<b>242,727</b>	<b>343,351</b>
<b>Professional Fees and Expenses</b>						
<b>Legal &amp; Accounting</b>						
Bankruptcy counsel						
Special Litigation counsel						
Accounting Services						
<b>Site Remediation</b>						
Electrical Remediation				19,801	22,500	22,500
Environmental Survey					10,000	10,000
Fire and Water Remediation					10,000	10,000
<b>Total Professional Fees &amp; Expenses</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>19,801</b>	<b>142,500</b>	<b>42,500</b>
<b>Ending Cash Balance</b>	<b>26,877.55</b>	<b>41,552.74</b>	<b>10,752.74</b>	<b>62,476.74</b>	<b>100,226.74</b>	<b>300,850.74</b>